

EXHIBIT C

Court File No. 05CV-286177PD2

**ONTARIO
SUPERIOR COURT OF JUSTICE**

BETWEEN:

**THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF
TELEGLOBE COMMUNICATIONS CORPORATION**

Applicant

- and -

ANDREW KINGISSEPP AND OSLER, HOSKIN & HARCOURT LLP

Respondents

**AFFIDAVIT OF ANDREW KINGISSEPP
(Sworn June 3, 2005)**

I, Andrew Kingissepp, of the City of Toronto, in the Province of Ontario, barrister and solicitor, MAKE OATH AND SAY AS FOLLOWS:

1. I am a respondent in this application and a tax partner of the respondent, Osler, Hoskin & Harcourt, LLP ("Osler") and as such have personal knowledge of the matters hereinafter deposed to except where stated to be based on information and belief and where so stated I verily believe the information to be true.

2. This affidavit is filed in response to the applicant's application record. For the reasons set out below, the respondents take the position that the applicant has already received from the files of Osler any documents responsive to the application which are not privileged and no further documentary disclosure should therefore be made. Further, there is little point in my attending an examination on this matter as my knowledge of any of the matters in issue arises from privileged communications with representatives of Osler's client in the matter, BCE Inc. ("BCE"). Further, any information which I may have that is relevant to the proceedings in the United States is also likely available from BCE.

TOR_PJZ-032213

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Osler's Retainer

3. I have reviewed the affidavit of Robert J. Malatak sworn March 17, 2005 and the exhibits attached thereto (the "Malatak Affidavit").
4. Contrary to the allegations in paragraph 20 of the Malatak Affidavit, Osler did not act as legal counsel for Teleglobe Inc. ("Teleglobe") in relation to the request made to the Canada Customs and Revenue Agency (the "CCRA") for an advance tax ruling. Osler's client on this matter was BCE.
5. I have reviewed Osler's file and conferred with the following lawyers at Osler who are also involved on this retainer: Steve Suarez, Rupert Chartrand and Shelley Obal. Based upon that review and those communications, I can confirm that Osler's client in this matter was BCE. At no time during Osler's work on this matter did we receive instructions from Teleglobe, nor did we provide any legal advice directly to Teleglobe. Teleglobe did not provide Osler with a retainer, did not provide any payment to Osler for work done and did not correspond with Osler on this matter.
6. The legal work performed on this retainer was directed at obtaining an advance tax ruling from the CCRA which would allow BCE to implement a transaction whereby it could utilize Teleglobe's tax losses (the "Transaction"). The purpose of Osler's advice on the Transaction was therefore to benefit BCE, although the advance tax ruling, if granted, would have confirmed that there would be no unintended income tax consequences for Teleglobe should the Transaction proceed.
7. The request for the advance tax ruling set out in Osler's letter to the CCRA dated March 7, 2002, a copy of which appears at Exhibit "E" to the Malatak Affidavit (the "Ruling Request"), referenced both BCE and Teleglobe as Osler's clients because, as a technical matter, a ruling was being sought from the CCRA which would speak to certain income tax consequences for Teleglobe as well as those for BCE. However, Osler had no interaction with Teleglobe in the course of our work for BCE on this matter, and such interaction would not have been necessary (if ever) until the matter had proceeded to a point much closer to the CCRA actually granting an advance tax ruling, which never occurred.

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8. The Ruling Request indicates that on February 7, 2002 an authorization in favour of Osler from both BCE and Teleglobe was delivered to the CCRA at a meeting held to discuss the advance tax ruling. However, this consent, which BCE appears to have obtained from Teleglobe and delivered to the CCRA, was simply a procedural requirement to initiating discussions with the CCRA on the potential for obtaining an advance ruling, and did not result in any interaction between Osler and Teleglobe. To the extent that any interaction with Teleglobe occurred, this took place between BCE and Teleglobe.

Production of Documents

9. I understand that, at the request of BCE, Osler has provided to BCE and its U.S. counsel three categories of documents from the Osler file on this matter:

- (a) correspondence and documentary records of communications between Osler and third parties including the CCRA;
- (b) documents provided to Osler; and
- (c) documents reflecting communications from BCE to Osler.

10. It is my understanding that BCE's U.S. counsel has produced to the U.S. counsel for the applicant in the U.S. proceedings, non-privileged documents from the Osler file as referenced in paragraph 9 hereof. Attached hereto and marked as Exhibit "A" hereto are copies of correspondence between Randy Pepper, the litigation partner at Osler involved in responding to this application, and Marvin Huberman, Canadian counsel for the applicant, referencing the U.S. documentary disclosure.

11. The balance of the Osler file on this matter consists of lawyer work product including drafts of the Ruling Request, records of our privileged communications with representatives of BCE, memoranda and internal correspondence between Osler lawyers and legal research. All of these documents were prepared for the purpose of providing or documenting the provision of legal advice to BCE and are therefore privileged.

Proposed Examination

12. Regarding my proposed examination, I fail to see what purpose would be served in my attending such an examination. In this regard, it is not apparent from the Malatak

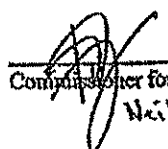
- 4 -

Affidavit that the Transaction is in issue in the U.S. proceedings. Indeed, the Transaction did not occur. Further, paragraph 20 of the Malatak Affidavit states as follows:

"Thus, Osler is likely to have documents and information bearing on BCE's financial support of, and financial commitment to fund, the Debtors and their operations. Osler is also likely to have information concerning the Debtors' solvency or insolvency"

To the extent that I have, or Osler has, any documents or information touching these issues, the documents and information came from representatives of BCE for the purpose of providing legal advice on the Transaction and would be privileged. Obviously, BCE is the more appropriate source for this information and documentation. In the circumstances, I would have no ability to answer any questions related to these issues without breaching the solicitor-client privilege attaching to these communications.

SWORN BEFORE ME at the City of
Toronto on June 3, 2005


Commissioner for Taking Affidavits

Neil Paris


Andrew Kingissepp

ALL
EXHIBITS
REDACTED

EXHIBIT D

SHEARMAN & STERLING LLP

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marianna.orenshteyn@shearman.com

September 12, 2005

ABU DHABI
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FRANKFURT
HONG KONG
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MUNICH
NEW YORK
PARIS
ROME
SAN FRANCISCO
SÃO PAULO
SINGAPORE
TOKYO
TORONTO
WASHINGTON, D.C.

Via Federal Express

John P. Amato, Esq.
Hahn & Hessen LLP
488 Madison Avenue
New York, NY 10022

Telelobe Communications Corporation, et al. v. BCE Inc., et al.

Dear Mr. Amato:

Enclosed please find Michel Lalande's original transcripts and original signed and notarized acknowledgement and errata sheets for his depositions dated August 3, 2005 and August 4, 2005. A copy of his signed and notarized acknowledgement and errata sheets is also being sent to the court reporter. Please feel free to contact me if you have any questions.

Sincerely,



Marianna Orenshteyn
Case Manager

Enclosures

cc: Deidre Yablen (enclosing acknowledgement and errata)

ERRATA SHEET(S)
DEPONENT: Michel Lalande
DATE OF DEPOSITION: August 3 and 4, 2005

ACKNOWLEDGEMENT OF DEPONENT

I, Michel Lalande, do hereby certify that I have read the foregoing pages, I-311 and 317-619, and that the same is a correct transcription of the answers given by me to the questions therein propounded, except for the corrections or changes in form or substance noted in the attached errata sheets.


Michel Lalande

August 30, 2005
Date:

Subscribed and sworn to before me this 30th day of August, 2005

Carole Audette
Notary Public
Commissioner of Oath



ERRATA SHEET(S)
Michel Lalande, Deposed on August 3 & 4, 2005

PAGE	LINE	CHANGE	REASON
14	18	Replace "Martine" with "Martin"	
26	15	Replace "B-U-O-N-A-M-I-N-E" with "B-U-O-N-A-M-I-C-I"	
32	21	Replace "Lerner's" with "Lerners"	
34	6, 12, 14	Replace "Lerner's" with "Lerners"	
59	13	Replace "John" with "Jacques"	
60	19	Replace "May of 2000" with "August of 2000"	
62	6	Replace "upside" with "offside"	
63	4	Replace "covenant" with "covenants"	
63	3	Add a comma after "first quarter" and another one after "anticipated"	
65	4	Replace "of" with "regarding"	
66	14	Insert "U.S." following "1.5 billion"	
66	15	Replace "U.S. In" with "and in"	
66	16	Replace "bum" with "bond"	
67	23	Insert "millions" after "750" and "billion" after "1.5"	
70	18	Insert "a" after "make"	
73	14	Delete "the" and replace "discussion" with "discussions"	
76	3	Delete the second "that"	
76	15	Replace "Page" with "Pages"	
76	21	Replace "page" with "pages"	
78	21	Replace "Vinberg" with "Vineberg"	
79	8	Add "a" after "agree to"	
79	12	add "million" after "\$400"	
82	3	Add "a" before "reduction" and "the" after "of"	
91	23, 24	Transcript does not make sense	
94	13-15	Replace with "I don't remember specifically, but the offer letter is dated July 28, 2000"	
96	9	Replace with "I don't recall, but the offer letter is dated July 28, 2000."	

ERRATA SHEET(S)
Michel Lalande, Deposed on August 3 & 4, 2005

PAGE	LINE NO.	REASON
101	3	Replace "I would seeing my role was" with "I was seeing my role as"
102	5	"Will" should be replaced by "would"
104	23	Replace "Kierans" with "Kieran", twice
105	1	Replace "a resident" with "residents"
105	4	Replace "Authority" with "Authorities"
105	8	Replace "Authority" with "Authorities"
105	13	Replace "Authority" with "Authorities"
106	22	Replace "accounts" with "amounts"
110	21	Replace "we" with "was"
111	10	Replace "Kierans" with "Kieran"
114	21	Replace "Kierans" with "Kieran"
115	8	Replace "Karen" with Kieran"
115	18	Replace "Authority" with "Authorities"
115	20	Replace "Authority" with "Authorities"
116	4	Insert "that" before "was"
116	11	Replace "process" with "processes"
116	12	Replace "this" with "its"
119	23	Replace "the" with "a"
120	11	Insert "Holdings" after "Telelobe"
122	14	Replace "was" with "were"
123	5	Replace "unefficient" with "inefficient" Replace "boorings" with "borrowings"
129	12	Add "can" after "attorney"
131	12	Replace "Authority" with "Authorities"
139	13	Replace "Telelobe Communication Group" with "Look Communications"
139	19	Replace "ventures" with "Ventures"
139	21-23	Transcript does not make sense
142	20	Replace "Authority" with "Authorities"
142	25	Delete "or stuff"
148	16	Replace "June" with "John"

ERRATA SHEET(S)
Michel Lalande, Deposed on August 3 & 4, 2005

PAGE	LINE	CHANGE	REASON
149	10	Replace "need" with "needed"	
156	12	Replace "transaction" with "transactions"	
158	13	Replace "in" with "on"	
164	18, 22	Replace "secretariate" with "Secretariat"	
170	8	Delete "Those"	
181	22	Replace "by" with "to"	
184	4	Replace "hole" with "whole"	
188	10	"Exceed" is incorrect	
194	9	Add "?" at the end of the sentence and remove the "	
195	11	Delete the comma	
201	22	Replace "also" with "always"	
205	2	Replace the second period with a semi colon	
205	6	Replace "their" with "other"	
221	9	Replace "Fiancial" with "Financial"	
221	20	Replace "it's" with "its"	
222	23	Replace "in" with a comma	
223	23	Replace "will" with "would"	
226	20	Replace "drafts" with "draft"	
230	11	Replace "germinating" with "preparing"	
230	25	Replace "ND&A" with "MD&A"	
231	4	Add "and" after "Discussion"	
233	22	Delete comma	
234	21	Add a period after "Inc"	
237	9	Insert "had" after "disclosed and"	
237	12	Delete "yet"	
264	6, 7	Put quotation marks around "to be discussed"	
265	20	Transcript does not make sense	
277	13	Replace "will" with "would"	
278	25	Add a comma after "Pickford"	

ERRATA SHEET(S)
Michel Lalande, Deposed on August 3 & 4, 2005

PAGE	LINE	REVISION	REASON
279	13	Delete "Aaron" or replace with correct name	
284	23	Transcript does not make sense	
285	8	Replace "as" with "a"	
286	19	Replace "where" with "whether"	
291	22	Replace "Roark" with "Rourke"	
291	23	Replace "announcing" with "pronouncing"	
294	4	Delete "BCE"	
301	20	Replace "2001" with "2002"	
321	24	Replace "word" with "term"	
327	5, 16	Replace "discussion" with "discussions"	
328	3	Replace "2002" with "2001"	
344	19	Insert "and" after "discussion"	
349	3	Delete "me"	
353	22	Replace "proceedings" with "procedure"	
356	14	Insert "at" after "approved" and "as" after "time"	
359	2	Replace "has" with "had"	
361	17	Replace "the" with "a"	
364	10	Replace "is" with "and"	
373	3 - 5	Replace lines 3 - 5 with "I was acting in BCE capacity."	
393	12	Replace "Ricciuto" with "Ricciuto"	
396	24	Replace "adding" with "added"	
401	16	Add "at" after "guess"	
403	6	Add "the" after "to"	
403	16	Replace "that" with "this"	
408	9	Delete quotation marks before "some" and replace "some" with "something"	
408	10	Delete quotation marks	
411	14	Delete "intent"	
423	21	Replace "its" with "it's"	

ERRATA SHEET(S)
Michel Lalande, Deposed on August 3 & 4, 2005

PAGE	LINE	CHANGE	REASON
423	24	Replace "Issues" with "Issuer"	
425	19	Replace "BCE/Teleglobe" with "BCE Teleglobe"	
425	20	Replace "BCE/Teleglobe" with "BCE Teleglobe"	
426	7	Replace "BCE/Teleglobe" with BCE Teleglobe"	
428	7	Replace "BCE/Teleglobe" with BCE Teleglobe"	
428	13	Replace "BCE/Teleglobe" with BCE Teleglobe"	
429	13	Delete "maybe"	
429	19	Replace "BCE/Teleglobe" with "BCE Teleglobe"	
430	24	Delete "?"	
431	14, 22	Replace "Olser" with "Osler"	
431	15, 18, 20 & 22	Replace "Olser's" with "Oslers"	
432	2, 17	Replace "Olser" with Osler"	
435	17	Add "a" after "implementing"	
435	24	Replace "the Olser's" with "Oslers"	
440	2	Replace "Olser" with "Oslers"	
444	7	Replace "Olser's" with "Oslers"	
445	2	Replace "regarding to prepare" with "regard to preparing"	
447	24	Replace "knew" with "know"	
448	11	Replace "2001" with "2002"	
449	6	Replace "were" with "was"	
449	16	Add semi-colon after "person"	
455	11	Replace "was" with "were"	
460	11	Replace "discussion" with "discussions"	
460	12	Replace "feasibility" with "feasible"	
461	13	Replace "and" with "on"	
462	10	Replace "whatever" with "whether"	

ERRATA SHEET(S)
Michel Lalande, Deposed on August 3 & 4, 2005

PAGE	LINE	CHANGE	REASON
464	19	Delete "them"	
472	16	Delete "equity"	
473	17	Replace "and" with "in"	
476	12	Replace "complaints" with "comments"	
477	18	Replace "they" with "there"	
479	6	Insert "been" between "have" and "part"	
480	5	Replace "Teleglobe finding" with "BCE funding"	
480	23	Insert "?" at the end of the sentence	
496	14	Replace "2001" with "2002"	
497	2	Add "and the Vartec transaction" after "earlier"	
497	12	Add "for" after "was"	
497	13	Add "and the Vartec transaction" after "documents"	
511	11	Insert "from" after "know"	
530	19	Replace "was" with "were"	
530	22	Replace "the" with "a"	
567	11	Insert "frame" after "time"	
567	24	Replace "documentations" with "documentation"	
567	25	Replace "want" with "wanted"	
581	16	Replace "handwriting" with "handwritings"	
582	9	Add an "s" to "link"	
594	2	Replace "Thorn" with "Thom"	
595	17	Replace "to send" with "who sends"	
596	2	Replace "leading" with "lead-in"	
600	5	Replace "banker's" with "bankers"	
603	17	Replace "Having" with "Had I"	
606	22	Replace "0.7521.0" with "0.75 to 1.0"	
612	13	Replace "Steven" with "Stephen"	
615	6	Replace "constraining" with "considering"	

ERRATA SHEET(S)
Michel Lalande, Deposed on August 3 & 4, 2005

PAGE	LINE	DESCRIPTION OF ERROR	REASON

EXHIBIT E

4/27/2004 Monty, Jean

1

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

in re:
TELEGLOBE COMMUNICATION
CORPORATION,
a Delaware Corporation, et al.,
Debtors.
Chapter 11
Case No. 02-11518 (MFW)
(Jointly Administered)
Re: Docket Nos. 2169 and 2182

DEPOSITION OF JEAN MONTY, taken pursuant to
Bankruptcy Rule 2004 agreement, held at the
offices of Hahn & Messen, LLP, 488 Madison
Avenue, New York, New York, on April 27, 2004, at
9:35 a.m., before Fran Insley, a Notary Public of
the State of New York.

ELLEN GRAUER COURT REPORTING CO.
133 East 58th Street, Suite 1201
New York, New York 10022
212-750-6434
Reference No. 73541

4/27/2004 Monty, Jean

STIPULATIONS

IT IS HEREBY STIPULATED AND AGREED by and
between the attorneys for the respective parties
herein, that filing, sealing and certification,
and the same are, hereby waived.

IT IS FURTHER STIPULATED AND AGREED that
all objections except as to the form of the
question, shall be reserved to the time of the
trial.

IT IS FURTHER STIPULATED AND AGREED that
the within deposition may be signed and sworn to
by an officer authorized to administer an oath,
with the same force and effect as if signed and
sworn to before the Court.

XXXXXX

3

4/27/2004 Monty, Jean

APPEARANCES:

Hahn & Messen, LLP
Attorneys for the Official Counsel
of Unsecured Creditors and
TELEGLOBE COMMUNICATIONS
CORPORATION, et al.
488 Madison Avenue
New York, New York
BY: JOHN AMATO, ESQ.
-and-
ZACHARY NEWMAN, ESQ.
-and-
GAIL ROEDER, ESQ.

SHEARMAN & STERLING, LLP
Attorneys for BCE, INC. and
the Witness
599 Lexington Avenue
New York, New York 10022
BY: GEORGE J. WADE, ESQ.
-and-
DANIEL SCHIMMEL, ESQ.

MAYER BROWN ROWE & MAW, ESQS.
Attorneys for BANK OF MONTREAL
as Agent
190 South LaSalle Street
Chicago, Illinois 60603-3441
BY: ROBERT F. FINKE, ESQ.

ALSO PRESENT:

MICHAEL LALANDE
Bell Canada Enterprises

XXXXXX

4/27/2004 Monty, Jean

JEAN MONTY,

having been first duly sworn before a
Notary Public of the State of New York,
was examined and testified as follows:

EXAMINATION BY

MR. AMATO:

Q. Good morning, Mr. Monty. I want to
thank you for coming.

My name is John Amato, as I
previously introduced myself to you. I want
to let you know I represent or I should say my
firm, Hahn & Messen, LLP, represents the
Official Committee of Unsecured Creditors of
Teleglobe Communications Corporation and ten
other affiliates or subsidiaries of Teleglobe
Communications Corporation in connection with
their bankruptcy filing in the Bankruptcy
Court of the District of Delaware.

I want to thank you again for
coming this morning. I see you are
represented by counsel.

Mr. Monty, I will be asking you
some questions here today. If you don't
understand a question, please ask me to

2

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4/27/2004 Monty, Jean

1 operations executive.
 2 In February --
 3 Q. Let me ask you this before you go
 4 into February: Were those two individuals
 5 Michael Sabia and Patrick Pichette?
 6 A. No, it was Charles Childers and
 7 Patrick Pichette, Charles Childers being the
 8 president, the appointed president at the end
 9 of January and Patrick Pichette the executive
 10 in charge of operations and finance.
 11 Then in February I said to these
 12 executives, "We might as well proceed with a
 13 reassessment of our business plan as well."
 14 Even though it's very early in the year, the
 15 market conditions were changing rapidly and
 16 they started the process, obviously, and
 17 diligently and aggressively.
 18 At the end of that process, which
 19 really came to the middle of March or so,
 20 sometime in March, I forget the exact date,
 21 the story was not very good. Market
 22 conditions had changed drastically, and the
 23 environment was changing for all sorts of
 24 reasons.
 25 At that point, sometime in the

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4/27/2004 Monty, Jean

1 second half of March, I said, "This is going
 2 to be a hard decision for me." I appointed
 3 three executives that were not in the stream
 4 of responsibility for Teleglobe or either
 5 operating into Teleglobe or any of the
 6 activity related to it and that I knew for a
 7 long time. Two of them had actually retired
 8 from our group of companies. One of them was
 9 still in the company but had worked with me
 10 for a long time, was in our financial function
 11 at BCE.
 12 I said to these three individuals,
 13 "Teleglobe is looking at its activities and
 14 its way forward, its business plan. Our
 15 planning staff is looking at that under
 16 Michael Sabia at BCE. I trust you guys as
 17 friends and long-time executives that have
 18 worked with me. You give me your view with
 19 the data these people produce so I have a
 20 totally independent sense of what decision I
 21 will be facing and recommending to the board."
 22 So that was the process.
 23 Q. Who were those three people?
 24 A. Wesley Scott, Pierre Lessard.
 25 Q. Who is with you today?

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4/27/2004 Monty, Jean

1 A. Who is with me today after his
 2 retirement, and Jerome H-U-R-E-T is the first
 3 name.
 4 Q. May I stop you here. You said
 5 there was a planning staff at BCE, and that
 6 planning staff was headed up by Michael Sabia
 7 at this time?
 8 A. Yes, Michael was the president and
 9 COO of BCE.
 10 Q. When did you first learn that
 11 Michael Sabia on behalf of the planning staff
 12 at BCE was looking into the way going forward
 13 concerning Teleglobe?
 14 A. Why do you say Michael just
 15 learned? Why I did just learn Michael was
 16 looking --
 17 Q. When did you first learn that
 18 Michael was looking into that?
 19 A. I didn't learn it. I told him.
 20 That was part of his responsibilities, not
 21 only for Teleglobe, it was part of his
 22 responsibilities for all of the companies in
 23 the group. So his responsibilities were as
 24 president, the planning function of the whole
 25 holding company and its activities through its

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4/27/2004 Monty, Jean

1 subsidiaries.
 2 Q. When did you tell him to become
 3 involved with analyzing --
 4 A. He was involved all along, and the
 5 fact we were reassessing the business plan, he
 6 was automatically involved because that were
 7 his ongoing responsibilities.
 8 Q. Was that even before the
 9 acquisition of Teleglobe's stock took place?
 10 A. The process, the planning process
 11 was always -- we had a planning process. What
 12 I'm trying to remember is whether Michael --
 13 you see, Michael was the president of Bell
 14 Canada International before he became
 15 president of BCE and I believe had -- I don't
 16 remember the exact date, but I think he had
 17 been at that time about two years as president
 18 of BCE, but from day one as president of BCE
 19 he was in charge of planning activities. So
 20 whether that corresponded to our acquisition
 21 of Teleglobe or not, I frankly do not remember
 22 the exact timing of these two events, him
 23 becoming president of BCE and our acquisition
 24 of Teleglobe.
 25 Going forward, from what I have

20

10/25/2005 Monty, Jean - With Linked Exhibits

1 IN THE UNITED STATES DISTRICT COURT
 2 IN AND FOR THE DISTRICT OF DELAWARE
 3 -----X
 4 In re:
 5 TELEGLOBE COMMUNICATIONS CORPORATION,
 6 et al.,
 7 Debtors,
 8 -----X
 9 TELEGLOBE COMMUNICATIONS CORPORATION,
 10 et al.,
 11 - against -
 12 BCE INC., MICHAEL T. BOYCHUK, MARC
 13 A. BOUCHARD, SERGE FORTIN, TERENCE J.
 14 JARHAM, STEWARD VERG, JEAN C. MONTY,
 15 RICHARD J. CURRIE, THOMAS KIERANS,
 16 STEPHEN P. SKINNER and H. ARNOLD
 17 STEINBERG,
 18 Defendants.
 19 -----X
 20 599 Lexington Avenue
 21 New York, New York
 22
 23 October 25, 2005
 24 9:10 a.m.
 25
 Continued Videotaped
 Deposition of JEAN MONTY, taken pursuant to
 Notice, before Rita Persichetty, a Notary
 Public of the State of New York.
 ELLEN GRAUER COURT REPORTING, CO. LLC
 126 East 56th Street, Fifth Floor
 New York, New York 10022
 212-750-6434
 REP: 78898

316

10/25/2005 Monty, Jean - With Linked Exhibits

1 A P P E A R A N C E S:
 2
 3 SHEARMAN & STERLING LLP
 4 Attorneys for Defendants
 5 599 Lexington Avenue
 6 New York, New York 10022
 7 BY: JACULIN AARON, ESQ.
 8 - and -
 9 KIRSTEN ROBBINS, ESQ.
 10
 11 ALSO PRESENT: DON MARQUART
 12 DAVID OXILIA, Videographer
 13
 14
 15
 16
 17
 18
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 20
 21
 22
 23
 24
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10/25/2005 Monty, Jean - With Linked Exhibits

1 A P P E A R A N C E S:
 2
 3 RICHARDS LAYTON & PINGER
 4 Attorneys for Plaintiffs
 5 One Rodney Square
 6 P.O. Box 551
 7 Wilmington, Delaware 19889
 8 BY: GREGORY V. VARALLO, ESQ.
 9 302.651.7772
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 11
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1 P R O C E E D I N G S
 2
 3 THE VIDEOGRAPHER: Good morning, my
 4 name is David Oxilia. I'm the
 5 videographer. I represent Ellen Grauer
 6 Court Reporting, and this continues the
 7 deposition of Jean Monty in the case
 8 entitled Teleglobe Communications
 9 Corporation versus BCE Inc.
 10 This is Case No. 04 CV 1266 SLR.
 11 This deposition is taking place at BCE
 12 headquarters in Montreal, Quebec, Canada,
 13 and the date today is Tuesday October
 14 25, 2005, the time is 9:11 a.m.,
 15 and the court reporter today is Rita
 16 Persichetty.
 17 Will Counsel please state their
 18 appearances for the record.
 19 MR. VARALLO: Good morning. Greg
 20 Varallo for the Plaintiffs.
 21 MR. MARQUART: John Marquart I work
 22 with Greg Varallo.
 23 MR. COOKE: V.V. Cooke with
 24 Teleglobe.
 25 MS. AARON: Jaculin Aaron of Shearman
 & Sterling LLP on behalf of the

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1 only for telecom, I'm talking about the whole
2 of BCE, would you look at all of these issues
3 and see how you would react if you were in my
4 shoes. I think I used words to that effect
5 yesterday in answering a similar question.

6 Q And this came to you in early
7 April 2002, is that correct?

8 A This states April 12th, sent to
9 Huret, Lassard, Ingrid Calabrese. To be
10 honest, I don't know who she is, and this is a
11 document -- let me see the date of the
12 document. The document is --

13 Q The document dated --

14 A April 1st.

15 Q And hold on, just for your sake.

16 A Sorry.

17 Q That April 1st date is the date it
18 was printed out. Word does that occasionally.
19 You'll see it says 2005.

20 A Sorry, okay, so I don't have the date
21 in which -- I frankly -- from the 12 -- from
22 the E-mail of Friday, April 12, 2002, I can't
23 conclude whether I saw it -- by the way, it's
24 11:59 a.m., okay, so midday, I have no idea
25 when I received the document, and I'm not even

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1 a prior decision to recommend to the board that
2 we would stop our financing of Teleglobe.

3 I believe that what they're giving
4 here in the three overarching messages of how
5 we would communicate the change strategy of BCE
6 given the circumstances in which we were in
7 related to three different -- very different
8 matters, one, the convergent strategy of the
9 company, two, the Teleglobe strategy, and
10 three, how do we deal with the SBC put and call
11 situation.

12 So this, to me, was a context that
13 they were building for putting themselves in my
14 shoes and how we would communicate or I would
15 communicate through our different groups the
16 decisions that might or might not be taken, so
17 that -- they were in effect very careful not to
18 be a strong recommender of one or the other.
19 And I remember full well one of these three
20 gentlemen made sure to tell me that they were
21 careful because that was not in their
22 responsibility, they weren't executive officers
23 of BCE or of Teleglobe, and they're basically
24 telling me how they thought these decisions
25 would be conveyed or should be conveyed.

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1 shown as a recipient of the document at that
2 point, but I saw it at some point, I just don't
3 remember when.

4 Q Without trying to date it to
5 April 12th as opposed to some other date in
6 April, is it fair to say you saw it sometime in
7 mid April roughly?

8 A That's fair to say.

9 Q Let me draw your attention to Page 3,
10 if you would. Page 3 begins with three
11 overarching messages. The second overarching
12 message reads as follows, given the above, BCE
13 has made the decision to contain its exposure
14 to Teleglobe. From now on, Teleglobe will only
15 be supported financially in a limited way. BCE
16 has indicated to Teleglobe the boundaries and
17 conditions of its future support. close quote.

18 Is that something that you
19 communicated to Huret, Scott or Lassard before
20 this document was created?

21 A I don't believe so. When I reread
22 that document last week in New York, my
23 recollection is that I gave them a very broad,
24 nonspecific mandate to look at all the issues,
25 and I don't believe I told them that I had made

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1 Q So they're telling you that the
2 decision not to continue to fund Teleglobe
3 should be conveyed in this way?

4 A No, they're saying given the above,
5 which is the -- supposedly an announced change
6 and the decision to finance and build on the
7 convergent strategy only, that's what the first
8 statement says here. The technical pure play
9 operator broadening its reach internationally
10 with TGO to better services, and that's a
11 choice between that and a convergent strategy
12 between providing telecommunication services
13 with the focus on Canada and the media and
14 E-commerce content leverage in the same place.

15 The choice, they're saying, refers to
16 us, if we had made the decision when came the
17 end of April to focus on the convergent
18 Canadian strategy, then they say in the second,
19 if that was made, then BCE would position
20 itself in saying that BCE has made the decision
21 to contain its exposure in Teleglobe.

22 So it's all predicated upon a series
23 of decisions to be made but had not been made,
24 and they're saying how we should convey that to
25 have a coherent policy on the strategy

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**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

In re: Teleglobe Comm. <i>et al.</i> ,)	Chapter 11
)	Jointly Administered
Debtors.)	
_____)	Bankr. Case No. 02-11518 (MFW)
)	
Teleglobe USA Inc. <i>et al.</i> ,)	
)	
Plaintiff,)	
)	
v.)	Civ. Action No. 04-1266 (SLR)
)	
BCE Inc. <i>et al.</i> ,)	
)	
Defendants.)	

DEFENDANTS' NOTICE OF SUPPLEMENTAL LODGING

VOLUME H

*****DOCUMENTS SUBMITTED FOR *IN CAMERA* REVIEW*****

Exhibits B and C of Defendants' Letter to the Special Master (December 7, 2005)

March 27, 2006

EXHIBIT B

SUBMITTED FOR *IN CAMERA* REVIEW

EXHIBIT C

SUBMITTED FOR *IN CAMERA* REVIEW